

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known) Chapter 7

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	Club Ventures III, L.L.C.	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names	DBA David Barton Gym	
3. Debtor's federal Employer Identification Number (EIN)	14-1885054	
4. Debtor's address	Principal place of business 600 W. Chicago Ave. Chicago, IL 60654 Number, Street, City, State & ZIP Code Cook County	Mailing address, if different from principal place of business 4 Astor Place New York, NY 10003 P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify:	

Debtor **Club Ventures III, L.L.C.**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7139**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☒ Chapter 7
- ☐ Chapter 9

☐ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☐ No.
- ☒ Yes.

If more than 2 cases, attach a separate list.

District	Southern District of New York	When	3/02/11	Case number	11-10896 (ALG)
District		When		Case number	

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	
District		Case number, if known	

Debtor **Club Ventures III, L.L.C.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☐ No

☒ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☒ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

**600 W. Chicago Ave.
Chicago, IL, 60654-0000**

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☒ Yes. Insurance agency

Hub International Northeast

Contact name

Joshua C. Doty

Phone

203-337-1803

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☒ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☒ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Club Ventures III, L.L.C.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **December 23, 2016**
MM / DD / YYYY**X /s/ Howard Brodsky**

Signature of authorized representative of debtor

Howard Brodsky

Printed name

Title **CEO****18. Signature of attorney****X /s/ Sanford P. Rosen**

Signature of attorney for debtor

Date **December 23, 2016**

MM / DD / YYYY

Sanford P. Rosen

Printed name

Rosen & Associates, P.C.

Firm name

747 Third Avenue**Floor 20****New York, NY 10017-2803**

Number, Street, City, State & ZIP Code

Contact phone **(212) 223-1100**Email address **srosen@rosenpc.com****(SR-4966)**

Bar number and State

Debtor **Club Ventures III, L.L.C.**
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter

7

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor **Club Ventures X, LLC**

Relationship to you

Affiliate

District **Southern District of New York**

When **12/23/16**

Case number, if known

Debtor **DB 85 Gym Corp.**

Relationship to you

Affiliate

District **Southern District of New York**

When **12/23/16**

Case number, if known

**Certificate of
RESOLUTIONS ADOPTED BY BOARD CLUB VENTURES III, L.L.C.
OF DELAWARE**

The undersigned, being the Manager of Club Ventures III, L.L.C., a limited liability company formed on May 27, 2003 under the laws of the state of Delaware (the “**Company**”), hereby certifies that the following resolutions were duly adopted by a vote of the majority of the Board of Managers of the Company held by a telephonic meeting of the Board convened on December 16, 2016, at which a quorum was present.

RESOLVED, that John D. Howard, Jason Drattell and Howard Brodsky, each a Manager of the Company, and any other person designated and so authorized to act (each, an “**Authorized Officer**”) be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and verify a petition under chapter 7 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) at such time as the Authorized Officer executing the petition shall determine; and it is further

RESOLVED, that the law firm of Rosen & Associates, P.C., 747 Third Avenue, New York, NY 10017-2803, is hereby employed as attorneys for the Company in the Company’s chapter 7 case; and it is further

RESOLVED, that any Authorized Officer be, and hereby is, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that such

Authorized Officer deems necessary, proper, or desirable in connection with the Company's chapter 7 case, with a view to the successful prosecution of such case; and it is further

RESOLVED, that each Authorized Officer be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company to: (i) negotiate, execute, deliver and/or file, in addition to the agreements, documents, and instruments referenced herein, such other agreements, documents and instruments and assignments thereof as may be required or as such Authorized Officer deems appropriate or advisable, or to cause the negotiation, execution and delivery thereof, in the name and on behalf of the Company in such form and substance as such Authorized Officer may approve, together with such changes and amendments to any of the terms and conditions thereof as such Authorized Officer may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such Authorized Officer to constitute evidence of such approval, (ii) negotiate, execute, deliver and/or file, in the name and on behalf of the Company any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other actions as may be required or as such Authorized Officer deems appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in such Authorized Officer's judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated thereby; and it is further

RESOLVED, that each Authorized Officer be, and each hereby is, authorized and empowered on behalf of and in the name of the Company to execute such consents of the Company as such Authorized Officer considers necessary, proper, or desirable to effectuate these resolutions, such determination to be evidenced by such execution or taking of such action; and it is further

RESOLVED, that any and all past action heretofore taken by an Authorized Officer of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby is, ratified, confirmed, and approved.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Resolutions Adopted by the Board of Managers of Club Ventures III, L.L.C., to be executed effective as of December 16, 2016.



Name: Jason Drattell
Title: Manager

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
Southern District of New York

In re **Club Ventures III, L.L.C.**

Debtor(s)

Case No.

Chapter

7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept*	\$	<u>53,015.00</u>
Prior to the filing of this statement I have received	\$	<u>53,015.00</u>
Balance Due	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

N/A

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

December 23, 2016

Date

/s/ Sanford P. Rosen

Sanford P. Rosen (SR-4966)

Signature of Attorney

Rosen & Associates, P.C.

747 Third Avenue

Floor 20

New York, NY 10017-2803

(212) 223-1100 Fax: (212) 223-1102

srosen@rosenpc.com

Name of law firm

* This retainer amount covers services rendered for the above-captioned Debtor and several of its affiliates, two of which are chapter 7 debtors in separate cases filed on the date hereof.

**United States Bankruptcy Court
Southern District of New York**

In re **Club Ventures III, L.L.C.**

Debtor(s)

Case No.

Chapter

7

VERIFICATION OF CREDITOR MATRIX

I, the CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **December 23, 2016**

/s/ Howard Brodsky

Howard Brodsky/CEO

Signer/Title

EQC 600 WEST CHICAGO PROPERTY LLC
7847 SOLUTION CENTER
CHICAGO, IL 60677

JOHN HOWARD
80 IRVING PLACE
NEW YORK, NY 10011

PRAESIDIAN CAPITAL CORP.
2 MADISON AVENUE
LARCHMONT, NY 10538

PRAESIDIAN II CORP.
2 MADISON AVENUE
LARCHMONT, NY 10538

PRAESIDIAN II-A CORP.
2 MADISON AVENUE
LARCHMONT, NY 10538

**United States Bankruptcy Court
Southern District of New York**

In re **Club Ventures III, L.L.C.**

Debtor(s)

Case No.
Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Club Ventures III, L.L.C.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Club Ventures Investments LLC
4 Astor Place
New York, NY 10003

☐ None [*Check if applicable*]

December 23, 2016

Date

/s/ Sanford P. Rosen

Sanford P. Rosen (SR-4966)

Signature of Attorney or Litigant
Counsel for **Club Ventures III, L.L.C.**
Rosen & Associates, P.C.
747 Third Avenue
Floor 20
New York, NY 10017-2803
(212) 223-1100 Fax:(212) 223-1102
srosen@rosenpc.com